

**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE**

NICE SYSTEMS, INC., a Delaware Corporation, and)	
NICE SYSTEMS, LTD., an Israeli Corporation,)	
)	
Plaintiffs,)	
v.)	Civil Action No. 06-311-JJF
)	
WITNESS SYSTEMS, INC, a Delaware Corporation,)	
)	
Defendant.)	

NOTICE OF DEPOSITION OF ADTECH-GSI, LLC

TO: William J. Marsden, Jr.
Kyle Wagner Compton
Fish & Richardson P.C.
919 N. Market Street, Suite 1100
P.O. Box 1114
Wilmington, DE 19899-1114

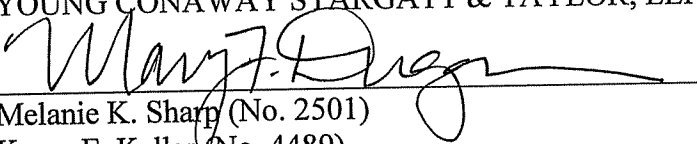
PLEASE TAKE NOTICE that at 10:00 a.m. on May 15, 2007, Plaintiffs NICE Systems, Inc., and NICE Systems, Ltd. (collectively "NICE"), by their counsel, will take the deposition upon oral examination of Adtech-GSI, LLC ("Adtech") under Rules 30 and 45 of the Federal Rules of Civil Procedure. Plaintiffs will take this deposition upon oral examination through one or more officers, directors, managing agents, or other persons designated by Adtech pursuant to Federal Rule of Civil Procedure 30(b)(6) as person(s) knowledgeable to testify on Adtech's behalf concerning the definitions and topics identified in "Exhibit A" to the attached subpoena. The deposition will be conducted at the offices of Ashe, Rafuse & Hill, LLP, 1355 Peachtree Street, N.E., Suite 500, South Tower, Atlanta, GA 30309-3232, or some such other location as is mutually agreed upon by the parties.

The deposition will be conducted under the Federal Rules of Civil Procedure and the Local Rules for the District of Delaware, for the purpose of discovery, for use at trial and for such other purposes as are permitted at law. This deposition will be recorded by videographic and/or ordinary stenographic methods, before a Notary Public or other person duly authorized by law to administer oaths. The deposition will continue from day to day until completed with such adjournments as to time and place as may be necessary. You are invited to attend and examine the witness(es).

PLEASE TAKE FURTHER NOTICE that, under Rule 45 of the Federal Rules of Civil Procedure, Adtech's attendance and testimony is compelled by subpoena, a copy of which is attached.

Dated: April 27, 2007

YOUNG CONAWAY STARGATT & TAYLOR, LLP



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*Attorneys for Plaintiffs Nice Systems, Inc. and
Nice Systems, Ltd.*

SAO88 (Rev. 12/06) Subpoena in a Civil Case

Issued by the
UNITED STATES DISTRICT COURT

Northern

DISTRICT OF

Georgia

NICE Systems, Inc. and NICE Systems, Ltd.

SUBPOENA IN A CIVIL CASE

V.

Witness Systems, Inc.

Case Number:¹ 06-CV-311-JJF Dist. of Delaware

TO: Adtech-GESI, LLC Reg. Agent: Stephen Klorfein
 1880 McFarland Road 7000 Peachtree-Dunwoody Rd.
 Suite 100 Bldg. 9, Suite 300
 Alpharetta, Georgia 30005 Atlanta, Georgia 30328

☐ YOU ARE COMMANDED to appear in the United States District court at the place, date, and time specified below to testify in the above case.

PLACE OF TESTIMONY

COURTROOM

DATE AND TIME

☒ YOU ARE COMMANDED to appear at the place, date, and time specified below to testify at the taking of a deposition in the above case. (This deposition will be recorded by videographic and/or stenographic methods. See Exhibits A-C.)

PLACE OF DEPOSITION

Ashe, Rafuse & Hill, LLP, 1355 Peachtree Street, N.E., Suite 500, South Tower, Atlanta, GA 30309-3232

DATE AND TIME

5/15/2007 10:00 am

☐ YOU ARE COMMANDED to produce and permit inspection and copying of the following documents or objects at the place, date, and time specified below (list documents or objects):

PLACE

DATE AND TIME

☐ YOU ARE COMMANDED to permit inspection of the following premises at the date and time specified below.

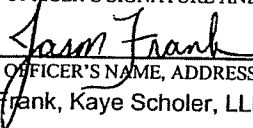
PREMISES

DATE AND TIME

Any organization not a party to this suit that is subpoenaed for the taking of a deposition shall designate one or more officers, directors, or managing agents, or other persons who consent to testify on its behalf, and may set forth, for each person designated, the matters on which the person will testify. Federal Rules of Civil Procedure, 30(b)(6).

ISSUING OFFICER'S SIGNATURE AND TITLE (INDICATE IF ATTORNEY FOR PLAINTIFF OR DEFENDANT)

DATE



4/26/2007

ISSUING OFFICER'S NAME, ADDRESS AND PHONE NUMBER

Jason Frank, Kaye Scholer, LLP, 425 Park Avenue, New York, NY 10022 Tel: 212-836-8000

(See Rule 45, Federal Rules of Civil Procedure, Subdivisions (c), (d), and (e), on next page)

¹ If action is pending in district other than district of issuance, state district under case number.

AO88 (Rev. 12/06) Subpoena in a Civil Case

PROOF OF SERVICE

DATE

PLACE

SERVED

SERVED ON (PRINT NAME)

MANNER OF SERVICE

SERVED BY (PRINT NAME)

TITLE

DECLARATION OF SERVER

I declare under penalty of perjury under the laws of the United States of America that the foregoing information contained in the Proof of Service is true and correct.

Executed on

DATE

SIGNATURE OF SERVER

ADDRESS OF SERVER

Rule 45, Federal Rules of Civil Procedure, Subdivisions (c), (d), and (e), as amended on December 1, 2006:

(c) PROTECTION OF PERSONS SUBJECT TO SUBPOENAS.

(1) A party or an attorney responsible for the issuance and service of a subpoena shall take reasonable steps to avoid imposing undue burden or expense on a person subject to that subpoena. The court on behalf of which the subpoena was issued shall enforce this duty and impose upon the party or attorney in breach of this duty an appropriate sanction, which may include, but is not limited to, lost earnings and a reasonable attorney's fee.

(2) (A) A person commanded to produce and permit inspection, copying, testing, or sampling of designated electronically stored information, books, papers, documents or tangible things, or inspection of premises need not appear in person at the place of production or inspection unless commanded to appear for deposition, hearing or trial.

(B) Subject to paragraph (d)(2) of this rule, a person commanded to produce and permit inspection, copying, testing, or sampling may, within 14 days after service of the subpoena or before the time specified for compliance if such time is less than 14 days after service, serve upon the party or attorney designated in the subpoena written objection to producing any or all of the designated materials or inspection of the premises — or to producing electronically stored information in the form or forms requested. If objection is made, the party serving the subpoena shall not be entitled to inspect, copy, test, or sample the materials or inspect the premises except pursuant to an order of the court by which the subpoena was issued. If objection has been made, the party serving the subpoena may, upon notice to the person commanded to produce, move at any time for an order to compel the production, inspection, copying, testing, or sampling. Such an order to compel shall protect any person who is not a party or an officer of a party from significant expense resulting from the inspection, copying, testing, or sampling commanded.

(3) (A) On timely motion, the court by which a subpoena was issued shall quash or modify the subpoena if it

- (i) fails to allow reasonable time for compliance;
- (ii) requires a person who is not a party or an officer of a party to travel to a place more than 100 miles from the place where that person resides, is employed or regularly transacts business in person, except that, subject to the provisions of clause (c)(3)(B)(iii) of this rule, such a person may in order to attend trial be commanded to travel from any such place within the state in which the trial is held;
- (iii) requires disclosure of privileged or other protected matter and no exception or waiver applies; or
- (iv) subjects a person to undue burden.

(B) If a subpoena

- (i) requires disclosure of a trade secret or other confidential research, development, or commercial information, or
- (ii) requires disclosure of an unretained expert's opinion or information not describing specific events or occurrences in dispute and resulting from the expert's study made not at the request of any party, or
- (iii) requires a person who is not a party or an officer of a party to incur substantial expense to travel more than 100 miles to attend trial, the court may, to protect a person subject

to or affected by the subpoena, quash or modify the subpoena or, if the party in whose behalf the subpoena is issued shows a substantial need for the testimony or material that cannot be otherwise met without undue hardship and assures that the person to whom the subpoena is addressed will be reasonably compensated, the court may order appearance or production only upon specified conditions.

(d) DUTIES IN RESPONDING TO SUBPOENA.

(1) (A) A person responding to a subpoena to produce documents shall produce them as they are kept in the usual course of business or shall organize and label them to correspond with the categories in the demand.

(B) If a subpoena does not specify the form or forms for producing electronically stored information, a person responding to a subpoena must produce the information in a form or forms in which the person ordinarily maintains it or in a form or forms that are reasonably usable.

(C) A person responding to a subpoena need not produce the same electronically stored information in more than one form.

(D) A person responding to a subpoena need not provide discovery of electronically stored information from sources that the person identifies as not reasonably accessible because of undue burden or cost. On motion to compel discovery or to quash, the person from whom discovery is sought must show that the information sought is not reasonably accessible because of undue burden or cost. If that showing is made, the court may nonetheless order discovery from such sources if the requesting party shows good cause, considering the limitations of Rule 26(b)(2)(C). The court may specify conditions for the discovery.

(2) (A) When information subject to a subpoena is withheld on a claim that it is privileged or subject to protection as trial-preparation materials, the claim shall be made expressly and shall be supported by a description of the nature of the documents, communications, or things not produced that is sufficient to enable the demanding party to contest the claim.

(B) If information is produced in response to a subpoena that is subject to a claim of privilege or of protection as trial-preparation material, the person making the claim may notify any party that received the information of the claim and the basis for it. After being notified, a party must promptly return, sequester, or destroy the specified information and any copies it has and may not use or disclose the information until the claim is resolved. A receiving party may promptly present the information to the court under seal for a determination of the claim. If the receiving party disclosed the information before being notified, it must take reasonable steps to retrieve it. The person who produced the information must preserve the information until the claim is resolved.

(e) CONTEMPT. Failure of any person without adequate excuse to obey a subpoena served upon that person may be deemed a contempt of the court from which the subpoena issued. An adequate cause for failure to obey exists when a subpoena purports to require a nonparty to attend or produce at a place not within the limits provided by clause (ii) of subparagraph (c)(3)(A).

EXHIBIT A

EXHIBIT A- DEPOSITION TOPICS

DEFINITIONS

These requests incorporate the following definitions and instructions, without limiting the scope of the Federal Rules of Civil Procedure.

A. The words “or,” “and,” “and/or,” “all,” “every,” “any,” “each,” “one or more,” “including,” and similar words of guidance are intended merely as such and should not be construed as words of limitation. The words “or” and “and” shall include each other whenever possible to expand, not restrict, the scope of the request. The word “including” shall not be used to limit any general category or description that precedes it. The words “all,” “every,” “any,” “each,” and “one or more” shall include each other whenever possible to expand, not restrict, the scope of the request.

B. “Adtech” refers to Adtech-GESI, LLC, Adtech Global Solutions or Adtech Solutions and any directors, officers, consultants, agents, representatives, predecessors in interest, parents, subsidiaries, divisions, affiliates, assignees, employees, and attorneys of the same, and any other persons acting on Adtech’s behalf.

C. “Witness” shall mean Witness Systems, Inc., and any of the directors, officers, consultants, agents, representatives, predecessors in interest (including Eyretel Plc and any of its directors, officers, consultants,

agents, representatives, parents, subsidiaries, affiliates, employees, attorneys and predecessors), parents, subsidiaries, affiliates, assignees, employees, vendors, partners, distributors and attorneys of the same, and any other Persons acting on Witness's behalf, including but not limited to Software Hothouse, Ltd.

D. "Witness Products" includes any and all of the following products, ContactStore, ContactStore for Communication Manager and Quality for Communication Manager and ContactStore for IP, marketed or branded as set forth below or otherwise:

- i. Eyretel's ContactStore
- ii. Eyretel's MediaStore
- iii. Eyretel's Contact 7000
- iv. eQuality ContactStore
- v. ContactStore
- vi. Witness ContactStore for Communication Manager
- vii. Witness Quality for Communication Manager
- viii. Impact 360
- ix. eQuality Balance
- x. eQuality ContactStore for IP.

E. The terms “Integration Services,” “Procurement Services,” and “Support Services” have the meaning Adtech Solutions uses in its ordinary course of business. For example, these terms are used in an Adtech Solutions’ brochure titled “The Art of Innovation in Hardware and Integration Services,” Exhibit C, p.2.

F. The term “Patents-in-Suit” shall mean United States Patents Nos. 5, 274, 738 (“the ‘738 patent”), 5, 396, 371 (“the ‘371 patent”), 5, 819, 005 (“the ‘005 patent”), 6, 249, 570 (“the ‘570 patent”), 6, 728, 345 (“the ‘345 patent”), 6, 775, 372 (“the ‘372 patent”), 6, 785, 370 (“the ‘370 patent”), 6, 870, 920 (“the ‘920 patent”), 6, 959, 079 (“the ‘079 patent”), and 7, 010, 109 (“the ‘109 patent”).

G. “Person” means any natural person or any business, legal or governmental entity or association, including, but not limited to, private and public partnerships, associations, corporations, joint ventures, sole proprietorships, firms and governments.

H. “Document” means any recording of information in tangible or recoverable form, including all written, typed, printed, recorded or graphic matter, photographic matter and tapes, records, tape recordings or other sound or visual reproduction materials, computer databases, computer tapes and discs, word processing files, discs, diskettes, or “floppies”, or any other

devices or tangible objects however produced, reproduced or stored, upon which words or other information are affixed or recorded on from which, by appropriate transcription, written matter or a tangible thing may be produced, that is in Your actual or constructive possession, custody or control, all prior drafts of the foregoing, and copies of the foregoing on which any mark, alteration, writing, or other change from the original has been made. It includes, but is not limited to, letters, memoranda, reports, evaluations, e-mails, correspondence, communications, agreements, contracts, invoices, checks, journals, ledgers, telegrams, telexes, handwritten notes, periodicals, pamphlets, computer or business machine printouts, accountants' work papers, accountants' statements and writings, notations or records of meetings, printers' galleys, books, papers, speeches, public relations issues, advertising, materials filed with government agencies, office manuals, employee manuals or office rules and regulations, reports of experts, and any other written matter. A draft or non-identical copy is a separate document.

I. The term "Communication" refers to any oral or written transmittal and/or receipt of words or information, whether such was by chance, pre-arranged, formal, or informal, and specifically includes without limitation notices of conversations in person, telephone conversations, faxes,

telexes, telegrams, electronic mail, letters, reports, memoranda, formal statements, press releases, and media publications. References to communications with business entities shall be deemed to include present and former officers, directors, employees, agents, attorneys, or other representatives of such entities.

J. “Relating to,” “relates to” and “concerning” shall be construed broadly as evidencing, constituting, referring to, comprising, illustrating, recording, memorializing, discussing or describing.

TOPICS

TOPIC NO. 1

Any agreements between Witness and Adtech including contracts, purchase orders, proposals, license agreements or funding agreements.

TOPIC NO. 2

The “joint development of bundled solutions and services” referred to in the Adtech presentation titled “Witness Systems, Witness General Business, an Adtech Partner Program.” Exhibit B, p.6.

TOPIC NO. 3

Adtech’s “hardware and integration” for Witness’s customers, referred to in the Adtech presentation titled “Witness Systems, Witness General Business, an Adtech Partner Program.” Exhibit B, p. 6.

TOPIC NO. 4

The integration, configuration, testing, installation, training, maintenance and support for any Witness Products.

TOPIC NO. 5

Sales, offers to sell, sales presentations, proposals, distributions, licensing, leasing and marketing of products incorporating, integrating or using any Witness Products.

TOPIC NO. 6

Sales, offers to sell, sales presentations, proposals, distributions, licensing, leasing and marketing of all services, including but not limited to “Integration Services,” “Procurement Services,” “Support Services,” training, installation, maintenance and support, which concerns, incorporates, integrates or uses any Witness Products.

TOPIC NO. 7

Payments and payments-in-kind between Witness and Adtech for products and services that incorporate, integrate or use any Witness Products.

TOPIC NO. 8

Identification of all persons doing business with Adtech concerning the Witness Products, including dealers, distributors, resellers, licensees, lessees, customers or partners.

TOPIC NO. 9

The conception, design, development, implementation, installation or operation of the Witness Products and any Adtech products or services related to the Witness Products.

TOPIC NO. 10

The decision to develop, market, license, distribute, offer for sale and sell the Witness Products or any services relating to, integrating or using the Witness Products.

TOPIC NO. 11

The capabilities or performance of the Witness Products or any services relating to, integrating or using the Witness Products or any services relating to, integrating or using the Witness Products, including information provided to distributors, sales personnel, customers and prospective customers.

TOPIC NO. 12

The facts and circumstances surrounding Adtech's or Witness's knowledge or awareness of the Patents-in-Suit.

TOPIC NO. 13

The facts and circumstances surrounding Adtech's knowledge of this litigation.

TOPIC NO. 14

Any communication between Adtech and Witness relating to the Patents-in-Suit and/or this litigation.

TOPIC NO. 15

The quantity of units, customers and the annual sales of the Witness Products or any services relating to, integrating or using the Witness Products.

TOPIC NO. 16

Adtech's quarterly and annual gross and net profits from sales of the Witness Products or any services relating to, integrating or using the Witness Products.

TOPIC NO. 17

Any agreement, contract or other arrangement providing for consultant or expert assistance to Adtech in connection with this litigation.

TOPIC NO. 18

The marketing of Witness Products.

TOPIC NO. 19

The financial performance and commercial success of Witness Products.

TOPIC NO. 20

The customer demand for Witness Products.

TOPIC NO. 21

The joint development by Witness and Adtech of any Witness Product.

TOPIC NO. 22

Identification of three Adtech employees or consultants who have the most knowledge of the functionality, capabilities, operation and design of the Witness Products.

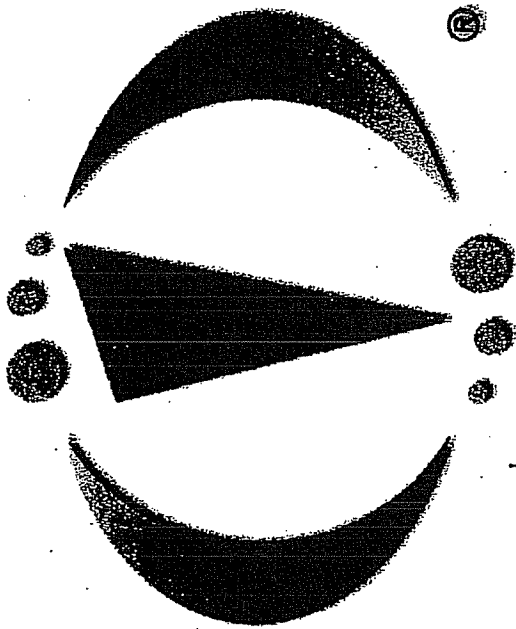
TOPIC NO. 23

Identification of two Adtech employees or consultants who have the most knowledge of the commercial success and financial performance of the Witness Products.

TOPIC NO. 24

The authenticity of documents produced or created by Adtech.

EXHIBIT B



WITNESS SYSTEMS

**Witness General Business
an Adtech Partner Program**



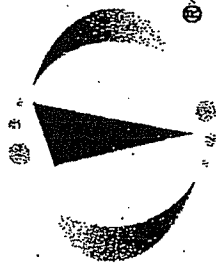
Partnering with the Leader

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Paracon AND MICP
Marketplace Convergence Program

empowering solution providers

MICP
Marketplace Convergence Program



WITNESS SYSTEMS



ADTECH
SOLUTIONS

THE ROAD TO OPPORTUNITY

intel

Marketplace Convergence Program



Partners ISV's with Solution Providers,
making it easy for them to partner together
to expand business opportunities and bring
Intel based applications to specific vertical
markets.

Who is Adtech



- Hardware solution provider for software companies such as
 - **Witness**
 - Genesys
 - Artisoft
 - Syntellect
- Founded in 1999
- 100+ employees worldwide
- \$50MM in sales
- Global Headquarters – Atlanta, GA
- Distribution Facilities – Atlanta, London, and Hong Kong
- Regional Offices – Atlanta, London, Sydney, Phoenix, Toronto, and Hong Kong
- Worldwide onsite service
- Customers include 41 of Fortune 100

Distribution Partner

- Aligned with Witness for over 5 years
- Over 90% of all Witness customers use Adtech for hardware and integration
- Highly trained in the complexities of integrating and supporting specialized telephony, hardware and software
- Highest level of Witness Technical Certification
- Extensive investment in research and testing to maintain hardware platform certifications
- Joint development of bundled solutions & services
- Mutual investment in Reseller's success
 - Demand generation through Witness Systems
 - Partner infrastructure built to provide on-line, on-demand quoting, ordering, and tracking
 - Established Pre-Sales and Post Sales Support
 - Leveraged Partner Programs

Who is Witness Systems

- Industry Leading Quality Monitoring and Compliance Recording software company
- Public traded
- 500+ employees worldwide
- 1000+ customers, 2000+ sites
- 2004
 - Revenue Forecast: \$USD 120 - 130M
 - 45% international
 - 25% through channels
 - Approx. 20% revenue spent on R&D

Witness and Blue Pumpkin

Witness Systems recently acquired Blue Pumpkin, an industry leader in Workforce Management Software

Blue Pumpkin

- Only workforce management software company named as a leader in both the enterprise and SMB markets (Saddletree Research)
- Ranked number one with greatest market share in the global workforce management market based on software license revenue
- Ranked on "Deloitte Technology Fast 500," a listing of the fastest growing technology companies, with a five-year growth rate of more than 300 percent; included as repeat winner on "Inc. 500," a ranking of the fastest-growing private companies, which has placed the company as high as fifth in recent years

Market Leadership Recognition



- **Gartner Group (June 2003)**

"**Witness** is a leader in the market with the best vision."
(Rates **Witness** a strong positive in MarketScope)


- **Datamonitor (June 2004)**

"The fastest growing vendor in Q4 was **Witness Systems**"

- **Tern Systems (June 2004)**

"**Witness Systems**' quality monitoring market share (installed base and 2003 shipments) is more than twice that of its nearest competitor."

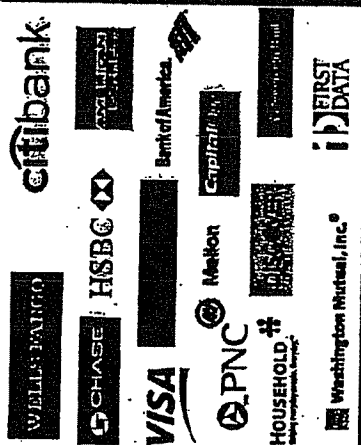
Market Share Leader



Source	Date	Based On	Type	WITS	NICE	Verint
Tern Systems	May 2004	# Of Shipments (Seats & ports)	Quality Monitoring	[REDACTED]	14.7%	9%
Ascent Group	July 2004	Market Survey	Call Quality	[REDACTED]	24%	5%
Call Center Times	July 2004	Market Survey	Call Monitoring	[REDACTED]	Other	Other
Witness Research	July 2004	Full Year 2003 Revenue (Software & Services only)	Quality Monitoring	[REDACTED]	20.1%	16.1%
Datamonitor	July 2004	Q4 2003 Revenue (Hardware, Software & Services)	Quality Assurance and Training	[REDACTED]	22.1%	16.0%
Witness Research	July 2004	Full Year 2003 Revenue (Software & Services only)	Call Center Recording	[REDACTED]	25.1%	13.3%
July 2004	July 2004	# Of Shipments	Overall IP Recording	[REDACTED]	160	

Industry Leading Customers

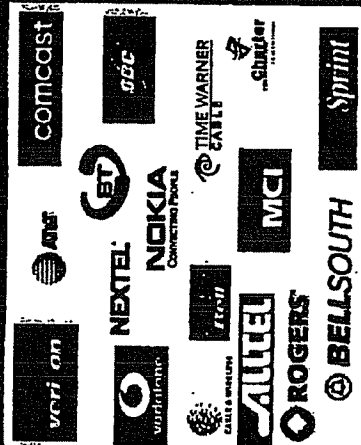
Banking



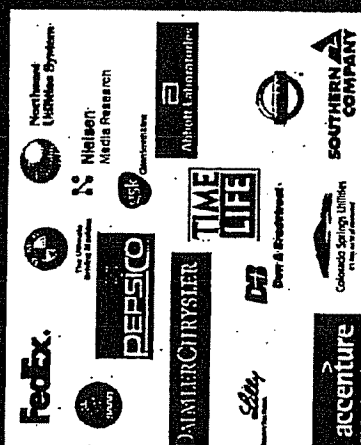
Insurance / Finance



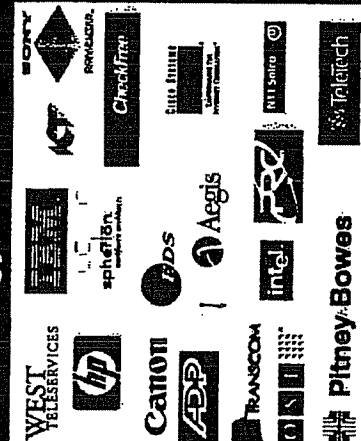
Telecom / Cable



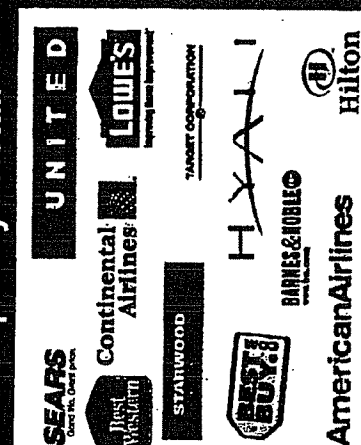
General Business



Technology / Outsourcers



Hospitality / Retail



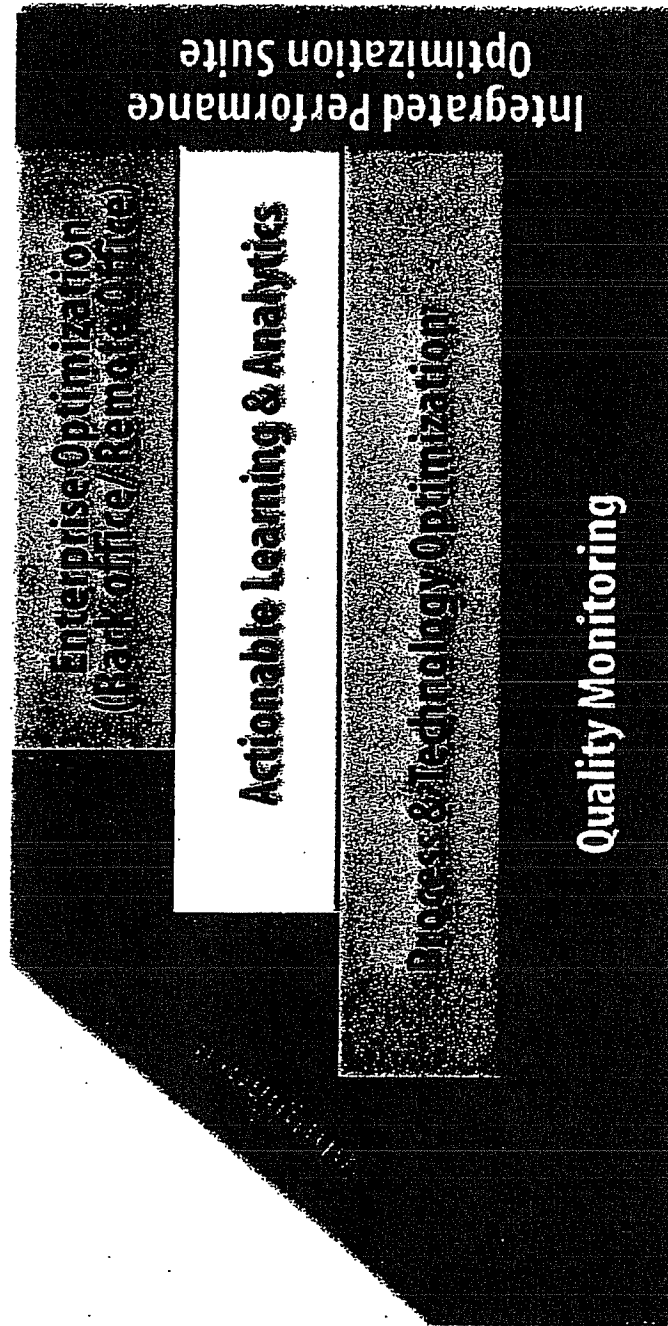
© 2005 Adtech Solutions

Your Partner for Success



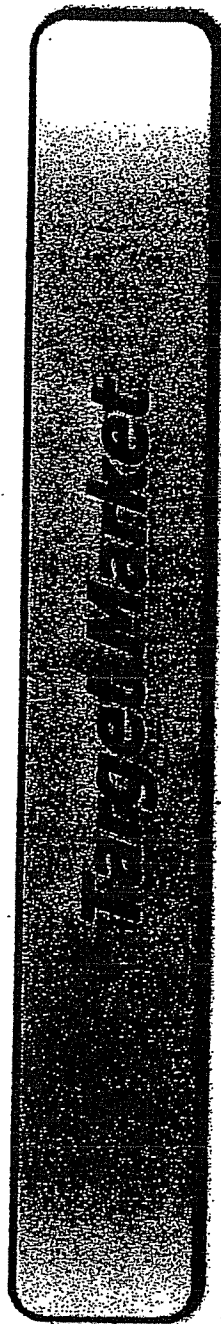
- **Focused Solutions Supplier**
 - Exclusive focus on creating solutions for capturing customer intelligence and optimizing workforce performance
- **Market Driver/Share Leader**
 - Third party recognition
- **Technology Innovator**
 - Such as VoIP and back office
- **Consulting Provider**
 - An innovative blend of technology expertise and consulting services
- **Long-Term Partner**
 - Investment protection
 - Strong, growing company
- **Channels are Strategic to our Success**

Strategic Solutions Approach



Global 2000 and leading small to medium-sized business worldwide have implemented software and services from Witness Systems. With nearly half of the Fortune 100 represented among our customers, the eQuality solution is used in a multitude of industries around the globe.

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SME Call Center Market



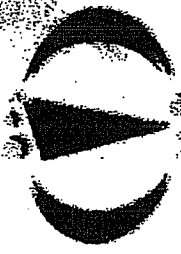
- Witness GB program is focused on ≤ 350 seats

Table 9: North American call centers by sizeband

Sizeband	Percentages	DATAMONITOR
11-30 Agent Positions	43%	
31-100 Agent Positions	45%	
101-250 Agent Positions	9%	
251-400 Agent Positions	2%	
400+ Agent Positions	1%	
Total	100%	

Source: Datamonitor

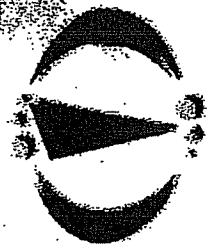
Current SME Trends



- Long term trend is towards smaller Contact Centers
- Budget approval is easier
- Compliance with regulations
- Protection against legal claims

SMB Profile

- Less than 350 seats in the enterprise with limited growth
- Traditional call centers, and internal & external helpdesks
- Non-complex installation environment with remote and/or fixed Installation
- Desires single vendor for total packaged solution
- Demands affordable pricing without losing high quality, proven functionality



Adtech Partner Program

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Solutions Designed for the Channel

Director Professional
eQuality Contact Store
eQuality Contact Store Express
eQuality Contact Store IP
eQuality Balance R5 Express
eQuality Balance R6 Enterprise
eQuality Producer

Adtech's Channel Solutions are designed to help you grow your business by providing you with the tools and resources you need to succeed. Our solutions are designed to help you grow your business by providing you with the tools and resources you need to succeed. Our solutions are designed to help you grow your business by providing you with the tools and resources you need to succeed.

intel

PACKAGED SOLUTIONS

Witness Software
Installation & Training
Configuration & Integration
Maintenance & Support
Bundled Pricing



© 2005 Adtech Solutions

Quality Monitoring



- Focuses on contact center productivity
- Selectively records agent phone call and desktop activity
- Supervisors review and evaluate calls
- Product types
 - Balance
 - Balance Express

100% Recording

- Focuses on compliancy and dispute resolution
- Records 100% of phone calls (of the selected agents)
- Supervisors review calls
- Product types
 - Contact Store
 - Contact Store IP
 - Express

Supporting Products

- Director Professional
 - Workforce Management tool focused on the SME market
- eQuality Producer
 - E-learning tool
 - used to build interactive clips based on Balance recordings
- eQuality Enterprise Reporting

Channel Program

- **Sales & Marketing Activities**
 - Competitive Discounts
 - Sales Development & Support Resources
 - Marketing & Communications Tools
 - Demand Generation & Lead Distribution
- **Post Sales Support**
 - Installation
 - Maintenance

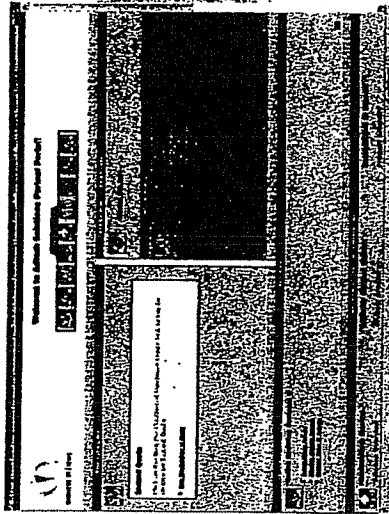


Competitive Discounts

- **Software Discounts**
 - Tier 1 Resellers
 - Up to 30% - Sales Cycle Management & Billing
 - Up to 10% - Pre-Sales certification and # of deals sold
 - Tier 2 Resellers
 - Up to 30% - Sales Cycle Management & Billing
- **Maintenance Discounts**
 - Up to 20% - Selling Maintenance
- **Training Discounts**
 - Up to 5%

Marketing & Communication Tools

- **Partner Launch Activities**
 - Marketing Web Seminars
 - Press Release Activities
- **Sales Tools Kit**
 - Bi Annual Channel Sales Tools CD
 - HTML Demo CD
- **Lead Generation Activities**
 - Regional Webinars
 - Industry Tradeshow
- **Partner Website**
 - Online Sales Tools
 - Providing on-line, on-demand quoting, ordering, and tracking



Program Offerings

• Partner Portal

- Quote on demand tool
- Open a support ticket
- Marketing materials
 - Product Brochures
 - Talking points
 - Presentations
- Technical Information
 - Network diagrams
 - Product compatibility listing

• Product Sales Training

- Quarterly Webinars
- Solution Review

Sales Development & Support Resources



- **General Business Representative from Witness**

- Business & Market Planning
- Sales Training & Partner Launch

- **Channel Development Representative**

- Sales Mentoring, Sales Support & Pricing Support

- **Channel Sales Training**

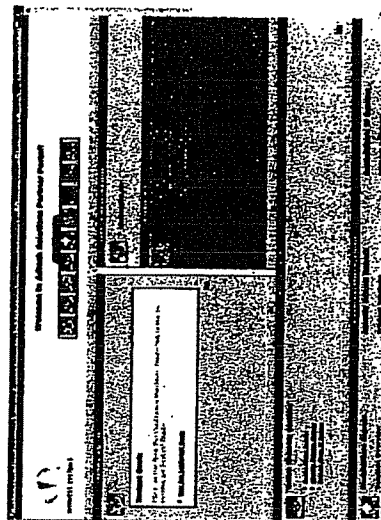
- Joint effort between Witness and Adtech
- Hardware and Software Training
- Recorded sessions posted on Adtech Partner Website

- **Channel Pre-Sales Support**

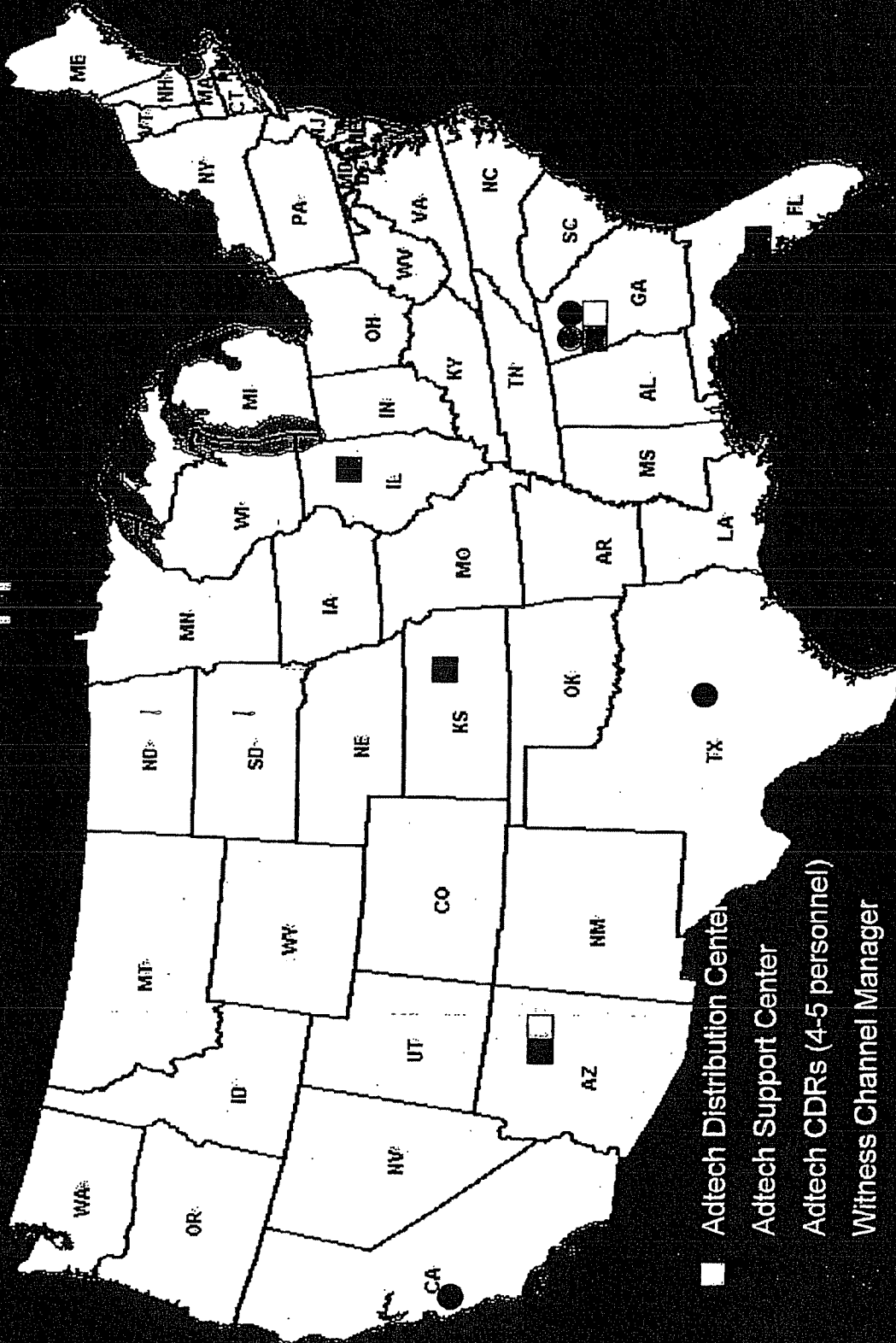
- Web Demos
- Pre-Sales Certification
- Pre-Sales Mentoring

- **Post Sales Support**

- Installation
- Maintenance



Witness/Adtech Support locations



Partner Investment



Program Fees	
Program Fee	\$0
Sales/Presales Training	\$0
Demo Software	\$0
PreSales Certification	
• eQuality Balance R6	\$2600 (4.5 Days, 1 Person)
• eQuality Balance Express (R5)	\$2600 (4.5 Days, 1 Person)
• eQuality ContactStore IP	\$1300 (2 Days, 1 Person)
• eQuality ContactStore Express	\$1300 (2 Days, 1 Person)

Partner ROI

	Assume 5, 50 seat eQCS IP	Assume 5, 75 channel eQB Express	Assume 10, 32 channel eQCS Express
Software (per system)	30% Discount \$29,550	30% Discount \$22,050	40% Discount \$8,160
Maintenance & Support (per system)	20% Discount \$7,438	20% Discount \$5,681	20% Discount \$2,366
Hardware (per system)	10% Discount \$11,770	20% Discount \$9,747	20% Discount \$4,982
Total Revenue	\$120,659	\$110,295	\$117,500
Total PreSales Training Investment	(\$2,600)	(\$2,600)	(\$1,300)
Total ROI	\$118,059	\$107,695	\$116,200

•Investment Pricing does not include any Travel Expenses

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Adtech Services

Integration Services

- Designed & configured to customer's environment
- Staging of hardware, software & telephony components.
- System testing to ensure customer satisfaction & installation success

Installation Options

- **Remote Installation for Express Products**
 - Designed to meet the budgetary restrictions of the SMB
 - Adtech certified engineers instruct reseller's on-site service personnel throughout the installation.
 - Webinar based end-user training.
- **On-site, Fixed Fee Installation**
 - Performed by certified Adtech project team
 - Installation includes both hardware and software if applicable.
 - Fixed fee installation pricing.
 - T& E bill separately.

Adtech Maintenance Options

Features	Remote Support	Standard On-Site	Enhanced On-Site
Telephone Access to Adtech's Customer Support Center to resolve both software and hardware problems. Available 9-5, M-F local time.	5X8	5X8	7X24
Remote Diagnostics – to Both hardware and software	◆	◆	◆
Product Updates (patches etc.)	◆	◆	◆
Hardware Depot Repair	◆		
On-Site Spares	Uplift Charge	Uplift Charge	Uplift Charge
On-Site Support - for system (hardware & software) problems that cannot be resolved over the phone. An Adtech Certified engineer will be dispatched to your customer's site to correct		◆	◆
Adtech's Customer eSupport Portal – offers partners and their customers 24 X7 on-line access to product updates, tech-tips, troubleshooting guides	◆	◆	◆

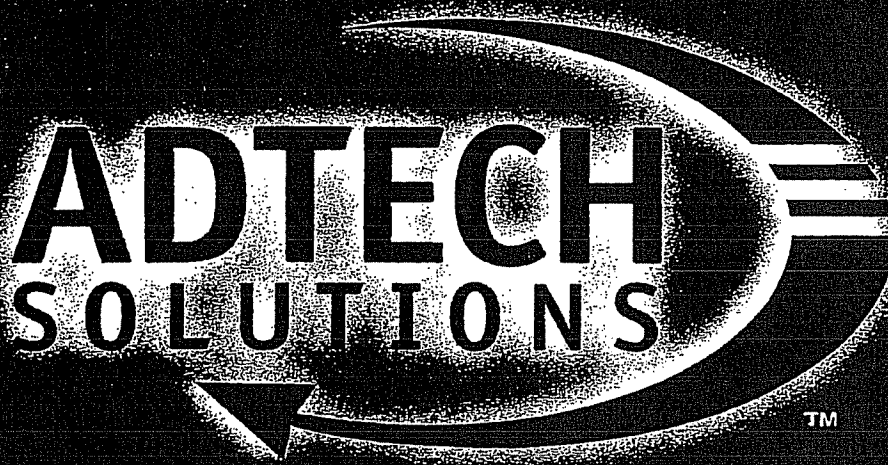
Summary

- Industry leading software company
- Strategic partnership with Adtech
- Complete turnkey solutions
 - Hardware, software, installation and support
- Extensive Sales Support and lead generation

Contact Information

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EXHIBIT C



ADTECH
SOLUTIONS

TM

The Art of
Innovation in
Hardware and
Integration
Services

To maintain a competitive advantage in today's technology-driven marketplace, companies must provide the highest level of customer service.

That often means outsourcing their difficult to manage, yet critical non-core operations so they can focus more on their core expertise.

Witness Systems has recognized this need and has partnered with **Adtech**, a global leader in hardware, telephony, and storage management solutions, to deliver innovative, complete solutions to their customers.

Whether it's establishing a program for procurement, integration or support – or complete turnkey solutions – more and more software providers and companies are now choosing the **Adtech** advantage.



“ Adtech Solutions is a valuable business partner for Witness and our customers. Their hardware and computer telephony expertise is a strong complement to Witness' software and call center competency. Not only do they provide the certified hardware configurations necessary to run Witness' customer interaction recording solutions, but also we can depend on an exceptional level of hardware support to ensure our mission critical applications run around the clock. Adtech has been a key factor in our customers' business success. ”

Jeff Ford
Senior Vice President
of Worldwide Operations,
Witness Systems, Inc.

Adtech Solutions

A global leader in design, integration and support

Specializing in the design, integration, and support of hardware, telephony, and storage management systems, Adtech Solutions and Witness Systems have together created a complete process allowing Witness customers to select from a variety of hardware platforms and options to complement the Witness solution they have chosen to implement.

In the last two years, Adtech has delivered more than 400 successful integrated hardware solutions to Witness customers, including 34 of the Fortune 100 companies. These users include some of the nation's largest banks, telecommunications companies, retail corporations and energy providers.

Why are more and more Witness customers now choosing Adtech Solutions to provide the hardware for their Witness applications? One reason is Adtech has established itself as the recommended hardware provider for Witness solutions. We have developed a robust, tested, and reliable suite of solutions, allowing customers to receive a package that easily fits into their current server environment. And with Adtech's knowledge and relationships with more than 1,000 IT manufacturers, customers can feel confident the right solution is in place – without having to understand the constantly changing hardware industry.

Integration Services

Adtech does much more than just provide hardware to our clients and customers. Our greatest strength is our skill in providing total integrated solutions, including hardware, research, development and full integration.

Because of Adtech's experience with hardware technology and Witness specific applications, we've even developed complimentary modules to enhance Witness' overall offerings to customers.

Procurement Services

Adtech configures and ships hardware from distribution centers located at each of our global offices. We can deliver most components to a customer site by the next business day if necessary. And since the hardware is configured right at the distribution center, there is no delay in having components picked from the stock shelves, configured, and shipped to the final destination.

Support Services

Adtech Solutions brings the best and the brightest professionals to its technical staff.

Members of this team are highly qualified and trained to meet and exceed customer service objectives.

Our support packages are customized to meet the requirements and business objectives of Witness customers.

Witness customers can make one call to the Witness Help Desk for hardware or software support and Witness and Adtech will work together to resolve any issues. Package features can range from standard phone support to 24 by 7 on-site support.

About Adtech Solutions

The company has offices in the U.S., and Europe, and will soon open offices in Canada and Australia. This healthy growth is attributed to our commitment to quality, a strong focus on responding quickly to the needs of our customers, and a professional team with superior hardware, software and product development expertise.

For more information about Adtech Solutions Call:

+1 770 205 2346, visit our website at www.adtech.net, or contact your Witness Systems sales associate.



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CERTIFICATE OF SERVICE

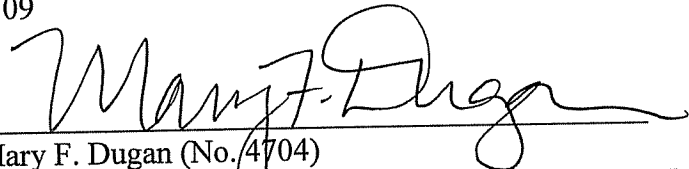
I, Mary F. Dugan, Esquire, hereby certify that on April 27, 2007, I caused to be electronically filed a true and correct copy of the foregoing document, Notice of Deposition of Adtech-GSI, LLC, with the Clerk of the Court using CM/ECF, which will send notification that such filing is available for viewing and downloading to the following counsel of record:

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I further certify that on April 27, 2007, I caused a copy of the foregoing document to be served by hand delivery on the above-listed counsel of record and on the following non-registered participants in the manner indicated:

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